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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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September 21, 2018

File No. 42458.02

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: See The Endless Possibilities, Inc.

Ladies and Gentlemen:

Enclosed for filing are Articles of Incorporation for See The Endless Possibilities, Inc. along with our firm's check number 103292 in the amount of \$87.50. Please return the certified copy and good standing in the federal express envelope provided.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Marci Shaffer', with a long, sweeping horizontal line extending to the right.

Marci S. Shaffer  
Paralegal  
LEWIS BRISBOIS BISGAARD & SMITH LLP

MSS

ARTICLES OF INCORPORATION  
OF  
SEE THE ENDLESS POSSIBILITIES, INC.

2018 SEP 24 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certifies and acknowledges the following:

ARTICLE I. NAME

The name of the corporation is See The Endless Possibilities, Inc. (the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The principal office address of the Corporation is 14194 Pacific Point Place #306, Delray Beach, Florida 33484.

ARTICLE III. PURPOSE

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE IV. MEMBERS

The Corporation shall have members. The rights, obligations, and classifications of members shall be as specified in the bylaws of the Corporation.

ARTICLE V. ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation.

ARTICLE VI. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended:

- A. The property of the Corporation is irrevocably dedicated to the purposes set forth in Article III hereof and no part of the net income or assets of the Corporation shall ever inure to the benefit of any member, director or officer thereof, or to the benefit of any private person.
- B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended.
- C. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, and/or religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, as amended.

#### ARTICLE VII. INDEMNIFICATION

- A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.
- B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.
- C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of members or directors, or otherwise.
- D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.

- E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.
- F. If any provision in this Article VI shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

#### ARTICLE VIII. INCORPORATOR


The name and address of the incorporator is:

Nechama Deana Karp  
14194 Pacific Point Place #306, Delray Beach, Florida 33484  
Fort Lauderdale, FL 33301

#### ARTICLE IX. REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Nechama Deana Karp, with a street address of 14194 Pacific Point Place #306, Delray Beach, Florida 33484.

The undersigned, who is the incorporator of the Corporation, has executed these Articles of Incorporation on September 19, 2018.

  
Nechama Deana Karp, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

See The Endless Possibilities, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Delray Beach, State of Florida, has named Nechama Deana Karp, located at 14194 Pacific Point Place #306, Delray Beach, Florida 33484, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

Accepted this 19 day of September, 2018.

  
Nechama Deana Karp